

## **SUGGESTIONS FOR BYLAWS FOR MONTANA LIBRARY FEDERATIONS**

Based on feedback from federation members and coordinators, the Montana State Library created the following document to help federations update their bylaws. MSL staff reviewed the Montana Code Annotated, Administrative Rules and *Robert's Rules of Order* 11<sup>th</sup> edition to identify what should be included in federation bylaws. We tried to identify some of the questions that should be answered in each section.

Bylaws protect the rights of individuals within an organization; provide guidance on how to select officers, the duties of members and officers, and how to resolve problems. Well written bylaws help federation members by giving them a structure for votes, meetings, and other business procedures. This structure allows federations to spend more time on discussions and less time on wondering how to take care of federation business. Please contact MSL staff if you would like assistance with updating federation bylaws.

### **Per MCA 22-1-402, 22-1-403, and ARM 10.102.5102 bylaws must include the following:**

- Federation advisory board composition and appointment – bylaws must describe the makeup of the federation advisory board along with information about how the federation advisory board members will be elected. According to MCA 22-1-403 the majority of members must be trustees.
- Procedures for approving the Plan of Service – how/when will the federation approve their plan of service?
- Proxy voting – Will the federation allow proxies? If so, under what circumstances? Who can carry a proxy for a participating member? What is the procedure for using a proxy?
- Quorum requirements – How many participating libraries are required in order to have a quorum?
- Procedures for conducting federation business – see below for suggestions on what to include in this section.
- Withdrawal from the federation – what procedure does a participating library need to follow in order to leave the federation?

### **Recommendations from *Roberts' Rules of Order* 11<sup>th</sup> edition:**

*Article I. Name.* – What is the official name of the federation?

*Article II. Object* –What is the purpose of the federation?

*Article III. Members* – Who can join the federation? How do they join? What are the requirements of being a member? Who is the voting representative? How many members does the federation need at a meeting in order to have a quorum? What procedure must be followed if a member wants to leave the federation? What procedure should a member follow if s/he has a grievance with the federation?

This is the section where federation members can address whether or not attendance at meetings is required in order to receive funding from the federation. Federation members may also want to address how branches will be treated.

*Article IV. Officers* – Who are the officers of the federation advisory board? How are they nominated? How are they elected? When are they elected? What are their duties? How long are the terms of office? What happens if there is a vacancy? Can the chair vote? The bylaws should indicate whether or not the chair can vote every time or only when his/her vote is needed to break a tie. How is the coordinator selected and/or elected? If applicable what is the term of office for the federation coordinator? What are his/her duties? Are there term limits? Remember: Per MCA 22-1-404 the coordinator cannot vote. It's a good idea to include this information in the bylaws.

*Article V. Meetings* – When are federation meetings? Where are they? And how often does the federation meet? What is the procedure for calling a special meeting? This is the section where the federation can identify when and how it will approve its plan of service. It may also be appropriate to discuss proxies and electronic meetings in this section.

*Article VI. Executive Board* – Does the federation have an executive board? If so who is a member of the executive board? What are their duties? How are they elected? What are their terms?

*Article VII. Committees* – Does the federation have standing committees? If so what are they? What are the duties of the committee? How are members selected for the committee? If the federation does not have a standing committee is the coordinator and/or the executive board given the authority to form a committee? If so what are the procedures for doing so?

*Article VIII. Parliamentary Authority* – Does the federation use a parliamentary authority like Robert's Rules of Order? If so this is the section to state what edition is followed. It may be wiser to simply state that the federation uses standard parliamentary authority to complete its business if it does not normally follow Robert's Rules of Order.

*Article IX. Amendment of the Bylaws* – How are bylaws amended? At what frequency should bylaws be reviewed? What procedures does a bylaws committee need to follow to suggest bylaw amendments? What kind of notice will be given to members? How many votes will it take to pass bylaw changes? Note: many organizations require a 2/3 majority in order to pass bylaw changes. What procedures does the federation follow for an emergency suspension of the bylaws? Will the federation allow this?